



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
445 TWELFTH STREET, S.W.
WASHINGTON, D.C. 20554

DA 05-3271

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Released: December 22, 2005

**APPLICATIONS FILED FOR CONSENT TO TRANSFER CONTROL
OF INTERNATIONAL SECTION 214 AUTHORIZATIONS AND CABLE LANDING LICENSES
HELD BY TELEGLOBE AMERICA INC. FROM TELEGLOBE INTERNATIONAL HOLDINGS
LTD. TO VSNL TELECOMMUNICATIONS (BERMUDA) LTD.**

IB DOCKET NO. 05-348

PLEADING CYCLE ESTABLISHED

Comments Due: January 5, 2006

Replies Due: January 12, 2006

Teleglobe America Inc. (“TAI”), Teleglobe International Holdings Ltd (“TIHL”), and VSNL Telecommunications (Bermuda) Ltd. (“VSNL Bermuda Telco”) (collectively the “Applicants”), have filed applications pursuant to section 214 of the Communications Act of 1934, as amended¹ and section 2 of the Cable Landing License Act.² The Applicants seek Commission approval for the transfer of control of licenses and authorizations held by TAI from its parent company TIHL to VSNL Bermuda Telco. This transfer of control will result from a proposed acquisition whereby TIHL will be merged into VSNL Bermuda Telco, and thus TAI will become a subsidiary of VSNL Bermuda Telco. The licenses and authorizations for which the Applicants seek consent to transfer control consist of international section 214 authorizations and joint interests held by TAI in submarine cable landing licenses. The Applicants have requested that the grant of the applications be conditioned upon compliance with an amended national security agreement negotiated between the Applicants and the Department of Defense, Department of Homeland Security, the Department of Justice, and the Federal Bureau of Investigation (the “Executive Branch Agencies”).³

TAI is a Delaware corporation providing both facilities-based and resold international telecommunications services to wholesale customers in the United States. TAI’s network includes 22 Points of Presence (“POPS”) in the United States, where its customers can interconnect to access its worldwide voice, data and signaling services. TAI holds interests in

¹ 47 U.S.C. §214.

² 47 U.S.C. §§ 34-39.

³ A copy of the amended national security agreement, dated December 12, 2005, was filed with the applications.

six submarine cable systems.⁴ TAI is an indirect wholly-owned subsidiary of TIHL, a Bermuda company headquartered in Hamilton, Bermuda.

VSNL Bermuda Telco is a newly-formed Bermuda company that was created to amalgamate with TIHL. VSNL Bermuda Telco does not have any telecommunications operations or assets in the United States. Videsh Sanchar Ligam Limited (“VSNL”), the parent company of VSNL Bermuda Telco, is a limited company organized under the laws of India and its shares are publicly traded on the Bombay Stock Exchange and India’s National Stock Exchange. VSNL’s American Depositary Receipts are traded on the New York Stock Exchange. The Tata Group, a commercial conglomerate in India, exercises controlling ownership and managerial interest in VSNL by virtue of its 44.72 percent ownership interest in VSNL. The Government of India holds an approximate 26 percent ownership interest in VSNL. VSNL is the principal provider of public international telecommunications services and a major provider of Internet, wireless and other telecommunications services in India through satellite, terrestrial and undersea cable links. VSNL provides undersea cable facilities in India, North America, Europe and Southeast Asia through its subsidiaries. In the U.S., VSNL provides IP Virtual Private Network services, international private line services, and international wholesale voice termination services through its VSNL America, Inc. subsidiary (“VAI”). VSNL operates the TGN Atlantic and TGN Pacific non-common carrier cable systems through its subsidiary VSNL telecommunications (US) Inc. (“VSNL US”).

Under the terms of the Agreement and Plan of Amalgamation, dated July 25, 2005, entered into by TIHL, VSNL, and VSNL Bermuda Telco, TIHL and VSNL Bermuda Telco will amalgamate, and TIHL will cease to exist as a separate publicly held company. The combined company, VSNL Bermuda Telco, will be a privately held, direct wholly-owned subsidiary of VSNL. As a result of the amalgamation, VSNL Bermuda Telco will have an indirect controlling interest in TAI.

The Applicants state that the proposed merger will serve the public interest because it will lead to the emergence of a stronger and better-financed competitor in the market for telecommunications services in and between the United States and international points. The change in the control of TAI will be transparent to its customers because there will be no change in the rates, terms and conditions of TAI’s services. The Applicants further state that the amalgamation of TAI with VSNL will not result in a material increase in concentration on any route or in the provision of any U.S. international telecommunications service. VSNL has been classified as a dominant on the U.S.-India route, pursuant to section 63.10,⁵ and TAI agrees to be classified as a dominant carrier on that route.⁶

VSNL Bermuda Telco, VSNL, VSNL US and VAI have entered into a national security agreement with the Executive Branch Agencies. Under the agreement the Executive Branch

⁴ The submarine cable landing licenses are for the China-U.S., Americas-II, Japan-U.S., Columbus III, TAT-14, and CANUS-1 cable systems.

⁵ 47 C.F.R. § 63.10.

⁶ Section 214 Application at 7, 13.

Agencies have no objection to the Commission granting approval of these applications provided the Commission conditions its grant on compliance with the April 7, 2005 national security agreement among the parties, as revised by an amendment dated December 12, 2005. The Applicants do not object to placing this condition on the grant of the applications.⁷

INTERNATIONAL SECTION 214 AUTHORIZATIONS

The application for consent to the transfer of control of following international section 214 authorizations held by TAI from TIHL to VSNL Bermuda Telco have been assigned file number **ITC-T/C-20051213-00503**:

Authorization Number

ITC-214-19950805-00017 (formerly, ITC-95-466)
 ITC-214-19950805-00018 (formerly, ITC-95-467)
 ITC-214-19950805-00019 (formerly, ITC-95-468)
 ITC-214-19960118-00005 (formerly, ITC-96-074)
 ITC-214-19960723-00334 (formerly, ITC-96-411)
 ITC-214-19960723-00335 (formerly, ITC-96-410)
 ITC-214-19960723-00336 (formerly, ITC-96-412)
 ITC-214-19960806-00371 (formerly, ITC-96-452)
 ITC-214-19980430-00023 (formerly, ITC-98-342, ITC-98-342A)
 ITC-214-19980527-00346

CABLE LANDING LICENSE APPLICATIONS

The application for consent to the transfer of control of the TAI interests in the following submarine cable landing licenses from TIHL to VSNL Bermuda Telco have been assigned file number **SCL-T/C-20051213-00030**:

<u>Authorization Number</u>	<u>Cable System</u>	<u>Regulatory Status</u>
SCL-LIC-19930503-00004	CANUS-1	Non-common carrier
SCL-LIC-19980309-00005	China-U.S.	Non-common carrier
SCL-AMD-19980430-00006	Americas II	Common carrier
SCL-LIC-19980527-00007	Columbus III	Common carrier
SCL-LIC-19981117-00025	Japan-U.S.	Non-common carrier
SCL-LIC-19990303-00004	TAT-14	Common carrier

⁷ Section 214 Application at 7; Submarine Cable Application at 7.

EX PARTE STATUS OF THIS PROCEEDING

Pursuant to section 1.1200(a) of the Commission's rules,⁸ the Commission may adopt modified or more stringent *ex parte* procedures in particular proceedings if the public interest so requires. We announce that this proceeding will be governed by permit-but-disclose *ex parte* procedures that are applicable to non-restricted proceedings under section 1.1206 of the Commission's rules.⁹

We direct parties making oral *ex parte* presentations to the Commission's statement re-emphasizing the public's responsibility in permit-but-disclose proceedings and remind such parties that memoranda summarizing the presentation must contain the presentation's substance and not merely list the subjects discussed.¹⁰ More than a one- or two-sentence description of the views and arguments presented is generally required.¹¹ Other rules pertaining to oral and written presentations are set forth in section 1.1206(b) as well.¹² We urge parties to use the Electronic Comment Filing System ("ECFS") to file *ex parte* submissions.¹³

GENERAL INFORMATION

The applications referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies.

Interested parties must file comments no later than **January 5, 2006**. Persons and entities that file comments become parties to the proceeding. They may participate fully in the proceeding, including seeking access to any confidential information that may be filed under a protective order, seeking reconsideration of decisions, and filing appeals of a final decision to the courts. Replies to comments must be filed no later than **January 12, 2006**. All filings concerning matters referenced in this Public Notice should refer to **IB Docket No. 05-348** and **File Nos. ITC-T/C-20051213-00503** and **SCL-T/C-20051213-00030**.

⁸ 47 C.F.R. § 1.1200(a).

⁹ *Id.* § 1.1206.

¹⁰ See Commission Emphasizes the Public's Responsibilities in Permit-But-Disclose Proceedings, *Public Notice*, 15 FCC Rcd 19945 (2000).

¹¹ See 47 C.F.R. § 1.1206(b)(2).

¹² *Id.* § 1.1206(b).

¹³ See discussion *infra*.

Under the Commission's procedures for the submission of filings and other documents,¹⁴ submissions in this matter may be filed electronically (*i.e.*, though ECFS) or by hand delivery to the Commission's Massachusetts Avenue location.

- **Electronic Filers:**¹⁵ Comments may be filed electronically using the Internet by accessing the ECFS: <http://www.fcc.gov/cgb/ecfs/>. In completing the transmittal screen, filers should include their full name, U.S. Postal Service mailing address, and the applicable docket number. Parties also may submit an electronic comment by Internet e-mail. To get filing instructions, filers should send an e-mail to ecfs@fcc.gov, and include the following words in the body of the message, "get form." A sample form and directions will be sent in response.
- **Paper Filers:** Parties who choose to file by paper must file an original and four copies of each filing.
- Filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.
- The Commission's contractor will receive hand-delivered or messenger-delivered paper filings for the Commission's Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building.
- Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743.
- U.S. Postal Service first-class, Express, and Priority mail should be addressed to 445 12th Street, S.W., Washington, D.C. 20554.

One copy of each pleading must be delivered electronically, by e-mail or facsimile, or if delivered as paper copy, by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (according to the procedures set forth above for paper filings), to the Commission's duplicating contractor, Best Copy and Printing, Inc., at fcc@bcpweb.com or (202) 488-5563 (facsimile).

¹⁴ See *Implementation of Interim Electronic Filing Procedures for Certain Commission Filings*, Order, 16 FCC Rcd 21483 (2001); see also *FCC Announces a New Filing Location for Paper Documents and a New Fax Number for General Correspondence*, Public Notice, 16 FCC Rcd 22165 (2001); *Reminder: Filing Locations for Paper Documents and Instructions for Mailing Electronic Media*, Public Notice, 18 FCC Rcd 16705 (2003).

¹⁵ See *Electronic Filing of Documents in Rulemaking Proceedings*, GC Docket No. 97-113, Report and Order, 13 FCC Rcd 11322 (1998).

Additionally, filers may deliver courtesy copies by email or facsimile to the following Commission staff:

- (1) James Ball, Chief, Policy Division, International Bureau, at james.ball@fcc.gov or (202) 418-2824 (facsimile);
- (2) David Krech, Policy Division, International Bureau, at david.krech@fcc.gov or (202) 418-2824 (facsimile);
- (3) Sumita Mukhoty, Policy Division, International Bureau, at sumita.mukhoty@fcc.gov or (202) 418-2824 (facsimile);
- (4) JoAnn Lucanik, Satellite Division, International Bureau, at joann.lucanik@fcc.gov or (202) 418-0748 (facsimile);
- (5) Alex Johns, Competition Policy Division, Wireline Competition Bureau, at alexis.johns@fcc.gov or (202) 418-1413 (facsimile); and
- (6) Jim Bird, Office of General Counsel, at jim.bird@fcc.gov or (202) 418-1234 (facsimile).

Copies of the Applications and any subsequently-filed documents in this matter may be obtained from Best Copy and Printing, Inc., in person at 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, via telephone at (202) 488-5300, via facsimile at (202) 488-5563, or via e-mail at fcc@bcpiweb.com. The Applications and any associated documents are also available for public inspection and copying during normal reference room hours at the following Commission office: FCC Reference Information Center, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. The Applications also are available electronically through the Commission's ECFS, which may be accessed on the Commission's Internet website at <http://www.fcc.gov>.

People with Disabilities: To request this Public Notice in accessible formats (computer diskette, large print, audio recording, and Braille) send an email to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty).

For further information, contact Sumita Mukhoty, Policy Division, International Bureau, at 202-418-1460.

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